

expired and Times Mirror has not yet signed a new agreement. However, I suggested that they review their files for their own copy of the old agreement. As a follow up to this call, I sent a letter to Andrew Healey on April 12 reiterating NYNEX's concern about Dimensions activities and insisting that these activities be halted until Joint Owner's approval had been received.

6. I spoke to Andrew Healey by telephone again on April 18, 1994. He again asked for a copy of the aerial license agreement. Because I did not have an unmarked copy, I sent him pages 7, 8 and 9 of the agreement, as I believed that they were most relevant to the issue at hand. I attached a note to these pages, requesting that Mr. Healey provide me with the name of his supervisor so that we could resolve this problem. I have yet to hear from Mr. Healey with this information.

7. Mr. Watson's Affidavit states that NYNEX's concerns about Dimension's work was prompted by anticompetitive motivations. This is not the case. To the contrary, as a joint owner of the utility poles to which Dimension is attaching or overlashing its-fiber optic or coaxial cable, NYNEX has serious and legitimate safety and service concerns about any activity that affects these poles. To the best of my knowledge, NYNEX's position has always that licensees must obtain prior approval from NYNEX before any new attachments or overlashes are made to a utility pole.

8. NYNEX and the affected power company must be aware of the existence of equipment attached to our jointly-owned

utility poles by licensees, whether placed by an existing or a new licensee and whether the new equipment is an overlash, a replacement or an upgrade, or a new attachment. The Joint Owners need to know what companies are working on its utility poles at any given time, as Joint owners may need to adjust their own maintenance and other schedules if a cable or other company is working on poles in a certain area. If any of the poles are damaged during work performed by an attachor, it is helpful to know what company performed this work so that the appropriate party can be charged for any necessary repair work. In addition, there are public safety issues that must be addressed. For example, preconstruction surveys should be performed to ensure that there will be adequate clearance between the various wires on the utility poles (the telephone company's, the power company's, the cable company's, and any other attachments such as fire boxes). This clearance is important not only for safety reasons but to ensure that the various wires and cables do not damage one another. The Joint Owners need to ensure that the poles will not need any additional support because of the added weight or the manner of placement of the new cable or the repeaters and other power supply's that must be installed with the new cable. The Joint owners also need to inspect any work that is performed to ensure that the new cable has been bonded through the multi-neutral system provided by the electric company, which directs electrical discharges (e.g. from a lightning storm) to the ground rather than letting it travel along the cable or

other wire, which could cause damage to persons or equipment. Finally, to the extent that there are any new attachments to the utility poles, Joint Owners are entitled to compensation for these attachments under the terms of the aerial license agreement. NYNEX does not charge additional license fees for overlashes, however.

9. NYNEX has had difficulty obtaining notification from cable companies before new attachments are made to our poles. I personally inspected some new attachments to utility poles in the area of Sandy Lane in Warwick, Rhode Island. These attachments were not those of the power company or NYNEX, and NYNEX was not aware of the presence of these attachments until one of our work crews spotted them. The work performed there illustrates some of the problems described above. The new cable rested on NYNEX's cable in some spots, and in some places the new cable (which should have been above NYNEX's cable), sagged below NYNEX's cable. The new attachments do not meet with established safety criteria. Since we believe that Dimension has attached the cable, NYNEX has requested that this company correct these defects. To date there has been no response to this request.

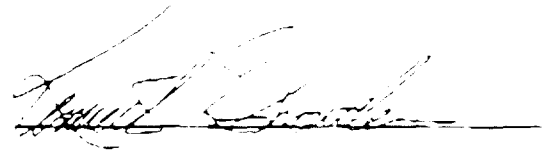
10. The actions taken by NYNEX in connection with the unauthorized attachments being placed by Dimension are consistent with Joint Owners's rights under the aerial license agreement between the parties. NYNEX and the affected power company have a legitimate need to know what attachments are being made to their property so that Joint Owners can protect

-6-

these assets from damage and ensure that all safety issues are being addressed,

I declare under penalty of perjury that the foregoing is true and correct.

Executed May 11, 1994.



Kenneth E. Snowden

Engineer

New England Telephone and
Telegraph Company

Signed and Sworn Before me

this 11 day of May, 1994 in

Providence Rhode Island



Notary Public

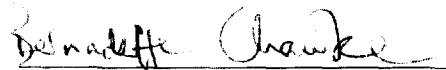
My Commission Expires

6-23-95

2125m

CERTIFICATE OF SERVICE

I certify that copies of the foregoing REPLY COMMENTS OF NYNEX were served on each of the parties listed on the attached Service List, this 17th day of January, 1995, by first class United States mail, postage prepaid.

A handwritten signature in cursive script, reading "Bernadette Chawke", written over a horizontal line.

Bernadette Chawke

Robert J. McKee
Mark C. Rosenblum
AT&T Corporation
Room 3244J1
295 North Maple Avenue
Basking Ridge, NJ 07920

M. Robert Sutherland
Michael A. Tanner
Theodore R. Kingsley
BellSouth Telecommunications, Inc.
4300 Southern Bell Center
675 W. Peachtree Street, N.E.
Atlanta, GA 30375

Jeffrey S. Hops, Esq.
Director, Government Relations
Alliance for Community Media
666 11th St., N.W., Suite 806
Washington, D.C. 20001

Alan J. Gardner
Jerry Yanowitz
Jeffrey Sinsheimer
California Cable Television Association
4341 Piedmont Avenue
P.O. Box 11080
Oakland, California 94611

Larry A. Peck
Michael S. Pabian
Pamela J. Andrews
Attorneys for Ameritech
Room 4H74
2000 West Ameritech Center Drive
Hoffman Estates, IL 60196-1025

Sherwin Grossman
Community Broadcasters Association
c/o Irwin & Campbell, P.C.
1320 - 18th Street, N.W.
Suite 400
Washington, D.C. 20036

Marilyn Mohrman-Gillis
Lonna Thompson
The Association of America's Public
Television Stations
1350 Connecticut Avenue, N W
Suite 200
Washington, D.C. 20006

Herbert E. Marks
Jonathan Jacob Nadler
Counsel for Compaq Computer Corporation
Squire, Sanders & Dempsey
1201 Pennsylvania Avenue, N.W.
Washington, D.C. 20044

Michael E. Glover
Betsy L. Anderson
Bell Atlantic Telephone Companies
1710 H Street, N.W.
8th Floor
Washington, D.C. 20006

Barbara N. McLennan
George A. Hanover
Consumer Electronics Group
Electronic Industries Association
2001 Pennsylvania Avenue, N.W.
Washington, D.C. 20006

Daryl L. Avery
Joseph S. Simmons
Public Services Commission of the
District of Columbia
450 Fifth Street, N.W.
Washington, D.C. 20001

Thomas K. Steel, Jr.
Vice President and General Counsel
New England Cable Television Association
100 Grandview Road, Suite 201
Braintree, MA 02184

Gail L. Polivy
Attorney for GTE Services Corporation
1850 M Street, N.W.
Suite 1200
Washington, D.C. 20036

Norman M. Sinel
Stephanie M. Phillipps
William E. Cook, Jr.
Arnold & Porter
Counsel for the Local Governments
1200 New Hampshire Avenue, N.W.
Washington, D.C. 20036

Henry Rivera
Ginsburg, Feldman and Bress
Attorneys for Liberty Cable Company, Inc.
1250 Connecticut Ave., N.W.
Washington, D.C. 20036

James P. Tuthill
Lucille M. Mates
Pacific Telesis Group; Pacific Bell; Nevada Bell
140 New Montgomery Street, Rm. 1526
San Francisco, CA 94105

Ronald G. Choura
Policy and Planning Division
Michigan Public Service Commission
6545 Mercantile Way
P.O. Box 30221
Lansing, MI 48909

Madelyn M. DeMatteo
Alfred J. Brunetti
The Southern New England Telephone Company
227 Church Street
New Haven, CT 06506

Daniel L. Brenner
Neal M. Goldberg
David L. Nicoll
The National Cable Television Association, Inc.
1724 Massachusetts Ave., N.W.
Washington, D.C. 20036

Robert M. Lynch
Paula J. Fulks
Attorneys for Southwestern Bell Corporation
175 E. Houston
Room 1212
San Antonio, TX 78217

Jay C. Keithley
United and Central Telephone Companies
1850 M Street, N.W.
Suite 1100
Washington, D.C. 20036

Bradley Stillman
Consumer Federation of America
1424 16th Street, N.W.
Washington, D.C. 20036

Jeff Treeman
Kim Koontz Bayliss
United Video, a UVSG Company
One Technology Plaza
7140 South Lewis Avenue
Tulsa, Oklahoma 74136

Jill Lesser
Civic Media Project of People For The American
Way and Media Access Project
2000 M Street, N.W.
Washington, D.C. 20036

Lawrence W. Secrest, III
Philip V. Permut
Peter D. Ross
Rosemary C. Harold
Wiley, Rein & Fielding
Attorneys for Viacom International, Inc.
1776 K Street, N.W.
Washington, D.C. 20036

Angela Campbell
Ilene Penn
Institute for Public Representation
Georgetown University Law Center
400 New Jersey Avenue, N.W.
Washington, D.C. 20001

Robert B. McKenna
U S WEST COMMUNICATIONS, INC.
Suite 700
1020 19th Street, N.W.
Washington, D.C. 20036

Andrew Jay Schwartzman
Media Access Project
2000 M Street, N.W.
Washington, D.C. 20036

John D. Seiver
T. Scott Thompson
COLE, RAYWID & BRAVERMAN, L.L.P.
1919 M Street, N.W.
Suite 200
Washington, D.C. 20006

Janice Obuchowski
Halprin, Temple & Goodman
Counsel to BroadBand Technologies, Inc.
1100 New York Avenue
Suite 650 East
Washington, D.C. 20005

Andrew D. Lipman
Gene DeJordy
SWIDLER & BERLIN, Chartered
3000 K Street, N.W. - Suite 300
Washington, D.C. 20007

Leonard J. Kennedy
Peter H. Feinberg
Michael S. Schooler
Steven F. Morris
DOW, LOHNES & ALBERTSON
1255 23rd Street, N.W. - Suite 500
Washington, D.C. 20037

Michael H. Hammer
Thomas Jones
WILLKIE FARR & GALLAGHER
Three Lafayette Centre
1155 21st Street, N.W.
Suite 600
Washington, D.C. 20036-3384

Lisa M. Zaina
OPASTCO
21 Dupont Circle, NW
Suite 700
Washington, DC 20036

Henry L. Baumann
Jack N. Goodman
Terry L. Etter
NATIONAL ASSOCIATION OF
BROADCASTERS
1771 N Street, N.W.
Washington, D.C. 20036

Hiawatha Davis, Jr.
City and County of Denver
City and County Building
Denver, CO 80202

Nicholas P. Miller
Joseph Van Eaton
Frederick E. Ellrod III
MILLER, CANFIELD, PADDOCK AND STONE
1225 19th Street, N.W.
Suite 400
Washington, D.C. 20036

Paul Glist
John Davidson Thomas
COLE, RAYWID & BRAVERMAN, L.L.P.
1919 M Street, N.W.
Suite 200
Washington, D.C. 20006

Israel Ury
Lawrence A. Stark
ORTEL CORPORATION
2015 West Chestnut Street
Alhambra, CA 91803